This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (Currently Amended): A diacylhydrazine compound ~~Diacylhydrazine derivatives~~ of formula I:

A-D-B (I)

wherein

D is a bivalent diacylhydrazine moiety, or a derivative thereof; [[,]]

A is an [[a]] unsubstituted or substituted moiety of up to 40 carbon atoms of the formula: -L-(M-L')$_\alpha$, where

L is a 5, 6 or 7 membered cyclic structure [[,]] selected from ~~the group consisting of~~ aryl, heteroaryl, arylene and heteroarylene, bound directly to D,

L' comprises an optionally substituted cyclic moiety having at least 5 members, selected from the group consisting of aryl, heteroaryl, aralkyl, cycloalkyl and heterocyclyl,

M is a bond or a bridging group having at least to one atom, α is an integer of from 1-4, [[;]] and

each cyclic structure of L and L' contains 0-4 members of the group consisting of nitrogen, oxygen and sulfur,

wherein L' is substituted by at least one substituent selected from ~~the group consisting of~~ $SO_\beta R_x$, $-C(O)R_x$ and $-C(NR_y)R_z$; [[,]]

B is a substituted or unsubstituted, up to tricyclic aryl or heteroaryl moiety of up to 30 carbon ~~carbo~~ atoms, comprising at least one 5-, 6-, or 7-membered cyclic structure, bound directly to D containing 0-4 members of the group consisting of nitrogen, oxygen and sulfur, wherein said

cyclic structure directly bound to D is selected from ~~the group consisting of~~ aryl, heteroaryl and heterocyclyl; [[,]]

R_y is hydrogen or a carbon based moiety of up to 24 carbon atoms optionally containing heteroatoms selected from N, S and O, and optionally halosubstituted, up to per halo; [[,]]

R_z is hydrogen or a carbon based moiety of up to 30 carbon atoms optionally containing heteroatoms selected from N, S and O, and optionally substituted by halogen, hydroxy and carbon based substituents of up to 24 carbon atoms, which optionally contain heteroatoms selected from N, S and O and are optionally substituted by halogen;

R_x is R_z or NR_aR_b, where R_a and R_b are

a) independently hydrogen, a carbon based moiety of up to 30 carbon atoms optionally containing heteroatoms selected from N, S and O, and optionally substituted by halogen, hydroxy and carbon based substituents of up to 24 carbon atoms, which optionally contain heteroatoms selected from N, S and O and are optionally substituted by halogen, or

-$OSi(R_f)_3$ where R_f is hydrogen or a carbon based moiety of up to 24 carbon atoms optionally containing heteroatoms selected from N, S and O, and optionally substituted by halogen, hydroxy and carbon based substituents of up to 24 carbon atoms, which optionally contain heteroatoms selected from N, S and O and are optionally substituted by halogen;

~~or~~

b) R_a and R_b together form a 5-7 member heterocyclic structure of 1-3 heteroatoms selected from N, S and O, or a substituted 5-7 member heterocyclic structure of 1-3 heteroatoms selected from N, S and O substituted by halogen, hydroxy or carbon based substituents of up to 24 carbon atoms, which optionally contain heteroatoms selected from N, S and O and are optionally substituted by halogen; or

c) one of R_a or R_b is -C(O)-, a C_1-C_5 divalent alkylene group or a substituted C_1-C_5 divalent alkylene group bound to the moiety L to form a cyclic structure with at least 5 members, wherein the substituents of the substituted C_1-C_5 divalent alkylene group are selected from ~~the group consisting of~~ halogen, hydroxy, and carbon based substituents of up to 24 carbon atoms, which optionally contain heteroatoms selected from N, S and O and are optionally substituted by halogen;

where B is substituted, L is substituted or L' is additionally substituted, the substituents are selected from the group consisting of halogen, up to per-halo, and W_γ, where γ is 0-3;

~~wherein each~~

W is independently selected from ~~the group consisting of~~ -CN, $-CO_2R$, $-C(O)NR^5R^5$, $-C(O)-R^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^5$, $-NR^5C(O)OR^5$, $-NR^5C(O)R^5$, -Q-Ar, and carbon based moieties of up to 24 carbon atoms, optionally containing heteroatoms selected from N, S and O and optionally substituted by one or more substituents independently selected from the groups consisting of -CN, $-CO_2R$, $-C(O)NR^5R^5$, $-C(O)-R^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^5$, $-NR^5C(O)OR^5$, $-NR^5C(O)R^5$ and halogen up to per-halo; ~~with each~~

R^5 independently <u>is</u> selected from H or a carbon based moiety of up to 24

carbon atoms, optionally containing heteroatoms selected from N, S and O, and optionally substituted by halogen, wherein Q is -O-, -S-, -N(R^5)-, -$(CH_2)_\beta$, -C(O)-, -CH(OH)-, -$(CH_2)_\beta$-, -$(CH_2)_\beta$S-, -$(CH_2)\beta N(R^5)$-, -O$(CH_2)_\beta$-CHHal-, -$CHal_2$-, -S-(CH_2).- and -N(R^5)$(CH_2)_\beta$-; ~~where~~

β = 1-3; ~~, and~~

Hal is halogen; and

Ar is 5- or 6-member aromatic structure containing 0-2 members selected from ~~the group consisting of~~ nitrogen, oxygen and sulfur, which is optionally substituted by halogen, up to per-halo, and optionally substituted by $Z_{\delta 1}$ wherein δ1 is 0 to 3 and each Z is independently selected from ~~the group consisting~~ -CN, -CO_2R^5, -C(O)NR^5R^5, -C(O)-R^5, -NO_2, -OR^5, -SR^5, -SO_2R^5, -SO_3H, -NR^5R^5, -$NR^5C(O)OR^5$, -$NR^5C(O)R^5$, and a carbon based moiety of up to 24 carbon atoms, optionally containing heteroatoms selected from N, S and O and optionally substituted by one or more substituents selected from ~~the group consisting of~~ -CN, -CO_2R^5, -C(O)NR^5R^5, -C(O)-R^5, -NO_2, -OR^5, -SR^5, -SO_2R^5, -SO_3H, -NR^5R^5, -$NR^5C(O)OR^5$, -$NR^5C(O)R^5$; ~~, and the~~ or

a pharmaceutically acceptable derivative, salt, or solvate ~~derivatives, salts and solvates~~ thereof.

2. (Currently Amended): A diacylhydrazine compound ~~Diacylhydrazine derivative~~ according to claim 1, wherein ~~characterised in that~~

each M independently from one another represents a bond or is a bridging group, selected from ~~the group consisting of~~ $(CR^5R^5)_h$, or $(CHR^5)_h$-Q-$(CHR^5)_i$,

~~wherein~~

Q is selected from ~~a group consisting of~~ O, S, N-R^5, $CH^{15}H^{16}$, $(CHal_2)_j$, $(O\text{-}CHR^5)_j$, $(CHR^5\text{-}O)_j$, $CR^5{=}CR^5$, $(O\text{-}CHR^5CHR^5)_j$, $(CHR^5CHR^5\text{-}O)_j$, C=O, C=S, C=NR^5, $CH(OR^5)$, $C(OR^5)(OR^5)$, C(=O)O, OC(=O), OC(=O)O, C=O)N(R^5)C(=O), OC(=O)N(R^5),

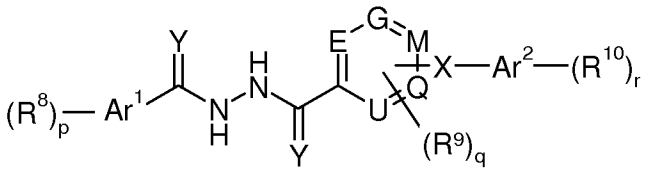
$N(R^5)C(=O)O$, $CH=N\text{-}NR^5$, $OC(O)NR^5$, $NR^5C(O)O$, S=O, SO_2, SO_2NR^5 and ~~und~~ NR^5SO_2, ~~wherein~~

~~R^5 is in each case independently selected from the meanings given above, preferably hydrogen, halogen, alkyl, aryl, aralkyl,~~

h, i are independently from each other 0, 1, 2, 3, 4, 5, or 6, and

j is 1, 2, 3, 4, 5 or 6.

3. (Currently Amended): A diacylhydrazine compound ~~Diacylhydrazine derivative~~ according to claim 1, selected from the compounds of formula II,



II

wherein

Ar^1, Ar^2 are each ~~selected~~ independently selected from ~~one another from~~ aromatic hydrocarbons containing 6 to 14 carbon atoms and ethylenical unsaturated or aromatic heterocyclic residues containing 3 to 10 carbon atoms and one, two, ~~wo~~ or three hetero atoms, independently selected from N, O and ~~und~~ S,

E, G, M, Q and U are each ~~selected,~~ independently selected from ~~one another, from~~ carbon atoms and nitrogen atoms, with the proviso that one or more of E, G, M, Q and U are carbon atoms and that X is bonded to a carbon atom,

R^8, R^9 and R^{10} are each independently selected from ~~a group consisting of~~ H, A, OA, cycloalkyl comprising 3 to 7 carbon atoms, Hal, CH_2Hal, $CH(Hal)_2$, $C(Hal)_3$,

NO_2, $(CH_2)_nCN$, $(CH_2)_nNR^{11}R^{12}$, $(CH_2)_nO(CH_2)_kNR^{11}R^{12}$, $(CH_2)_nNR^{11}(CH_2)_kNR^{11}R^{12}$, $(CH_2)_nO(CH_2)_kOR^{11}$, $(CH_2)_nNR^{11}(CH_2)_kOR^{12}$, $(CH_2)_nCOOR^{13}$, $(CH_2)_nCOR^{13}$, $(CH_2)_nCONR^{11}R^{12}$, $(CH_2)_nNR^{11}COR^{13}$, $(CH_2)_nNR^{8}CONR^{11}R^{12}$, $(CH_2)_nNR^{11}SO_2A$, $(CH_2)_nSO_2NR^{11}R^{12}$, $(CH_2)_nS(O)_uR^{13}$, $(CH_2)_nOC(O)R^{13}$, $(CH_2)_nCOR^{13}$, $(CH_2)_nSR^{11}$, CH=N-OA, CH_2CH=N-OA, $(CH_2)_nNHOA$, $(CH_2)_nCH$=N-R^{11}, $(CH_2)_nOC(O)NR^{11}R^{12}$, $(CH_2)_nNR^{11}COOR^{13}$, $(CH_2)_nN(R^{11})CH_2CH_2OR^{13}$, $(CH_2)_nN(R^{11})CH_2CH_2OCF_3$, $(CH_2)_nN(R^{11})C(R^{13})HCOOR^{12}$, $(CH_2)_nN(R^{11})C(R^{13})HCOR^{11}$, $(CH_2)_nN(R^{11})CH_2CH_2N(R^{12})CH_2COOR^{11}$, $(CH_2)_nN(R^{11})CH_2CH_2NR^{11}R^{12}$, $CH=CHCOOR^{13}$, $CH=CHCH_2NR^{11}R^{12}$, $CH=CHCH_2NR^{11}R^{12}$, $CH=CHCH_2OR^{13}$, $(CH_2)_nN(COOR^{13})COOR^{14}$, $(CH_2)_nN(CONH_2)COOR^{13}$, $(CH_2)_nN(CONH_2)CONH_2$, $(CH_2)_nN(CH_2COOR^{13})COOR^{14}$, $(CH_2)_nN(CH_2CONH_2)COOR^{13}$, $(CH_2)_nN(CH_2CONH_2)CONH_2$, $(CH_2)_nCHR^{13}COR^{14}$, $(CH_2)_nCHR^{13}COOR^{14}$, $(CH_2)_nCHR^{13}CH_2OR^{14}$, $(CH_2)_nOCN$ and $(CH_2)_nNCO$, ~~wherein~~

R^{11}, R^{12} are each independently selected from ~~a group consisting of~~ H, A, $(CH_2)_mAr^3$ and $(CH_2)_mHet$, or

in $NR^{11}R^{12}$, R^{11} and R^{12} form, together with the N-atom they are bound to, a 5-, 6- or 7- membered heterocyclyl ~~heterocyclus~~ which optionally contains 1 or 2 additional hetero atoms, selected from N, O and S,

R^{13}, R^{14} are each independently selected from ~~a group consisting of~~ H, Hal, A, $(CH_2)_mAr^4$ and $(CH_2)_mHet$,

A is selected from ~~the group consisting of~~ alkyl, alkenyl, cycloalkyl, alkylenecycloalkyl, alkoxy, alkoxyalkyl and saturated heterocyclyl,

Ar^3, Ar^4 are each independently from one another aromatic hydrocarbon residues comprising 5 to 12 carbon atoms which are optionally substituted by one or

more substituents, selected from ~~a group consisting of~~ A, Hal, NO_2, CN, OR^{15}, $NR^{15}R^{16}$, $COOR^{15}$, $CONR^{15}R^{16}$, $NR^{15}COR^{16}$, NR^{15} $CONR^{15}R^{16}$, $NR^{16}SO_2A$, COR^{15}, $SO_2R^{15}R^{16}$, $S(O)_uA$ and $OOCR^{15}$,

Het is a saturated, unsaturated or aromatic heterocyclic residue which is optionally substituted by one or more substituents, selected from ~~a group consisting of~~ A, Hal, NO_2, CN, OR^{15}, $NR^{15}R^{16}$, $COOR^{15}$, $CONR^{15}R^{16}$, $NR^{15}COR^{16}$, $NR^{15}CONR^{15}R^{16}$, $NR^{16}SO_2A$, COR^{15}, $SO_2R^{15}R^{16}$, $S(O)_uA$ and $OOCR^{15}$,

R^{15}, R^{16} are independently selected from ~~a group consisting of~~ H, A, and $(CH_2)_mAr^6$, ~~wherein~~

Ar^6 is a 5- or 6-membered aromatic hydrocarbon which is optionally substituted by one or more substituents selected from ~~a group consisting of~~ methyl, ethyl, propyl, 2-propyl, tert.-butyl, Hal, CN, OH, NH_2 and CF_3,

k, n and m are independently of one another 0, 1, 2, 3, 4, or 5;

X represents a bond or is $(CR^{11}R^{12})_h$, or $(CHR^{11})_h$-Q-$(CHR^{12})_i$, ~~wherein~~

Q is selected from ~~a group consisting of~~ T, $CH^{15}H^{16}$, $(CHal_2)_j$, $(O\text{-}CHR^{18})_j$, $(CHR^{18}\text{-}O)_j$, $CR^{18}=CR^{19}$, $(O\text{-}CHR^{18}CHR^{19})_j$, $CHR^{18}CHR^{19}\text{-}O)_j$, C=O, C=S, $C=NR^{15}$, $CH(OR^{15})$, $C(OR^{15})(OR^{20})$, C(=O)O, OC(=O), OC(=O)O, $C(=)N(R^{15})$, $N(R^{15})C(=O)$, $OC(=O)N(R^{15})$, $N(R^{15})C(=O)O$, CH=N-O, CH=N-NR^{15}, $OC(O)NR^{15}$, $NR^{15}C(O)O$, S=O, SO_2, SO_2NR^{15} and ~~und~~ $NR^{15}SO_2$, ~~wherein~~

T is selected from O, S, N-R^{15},

h, i are independently from each other 0, 1, 2, 3, 4, 5 or 6, ~~and~~

j is 1, 2, 3, 4, 5 or 6,

Y is selected from O/S, NR^{21}, $C(R^{22})$-NO_2, $C(R^{22})$-CN and $C(CN)_2$, ~~wherein~~

O/S is ~~selected from~~ O or [[,]] S,

R^{21} is independently selected from H, Hal, A, $(CH_2)_mAr^4$ and $(CH_2)_mHet$, ~~the meanings given for R^{13}, R^{14}, and~~

R^{22} is independently selected from H, A, $(CH_2)_mAr^3$ and $(CH_2)_mHet$, ~~the meanings given for R^{11}, R^{12},~~

p, r are independently from one another 0, 1, 2, 3, 4 or 5,

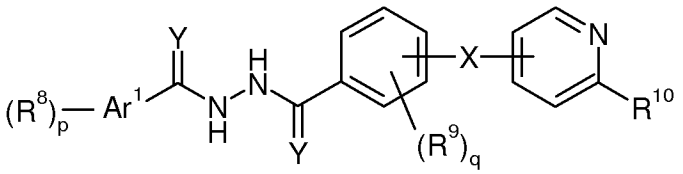
q is 0, 1, 2, 3 or 4,

u is 0, 1, 2 or 3, and

Hal is independently selected from ~~a group consisting of~~ F, Cl, Br and I,

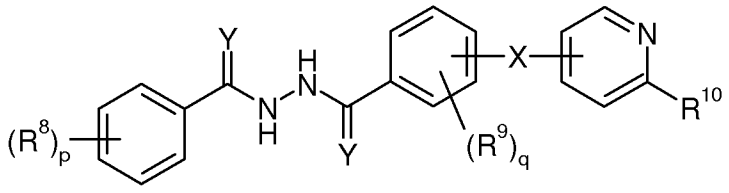
and the pharmaceutically acceptable derivatives, salts and solvates thereof.

4. (Currently Amended): A diacylhydrazine compound ~~Diacylhydrazine derivative~~ according to claim 3 ~~1~~, selected from the compounds of formula IIa, IIb, IIc, IId, IIe, IIf, IIg, IIh, IIi, IIj, IIk, IIL, IIm, IIn, IIo, IIp, IIq, IIr, IIu, IIv, IIw and IIx,



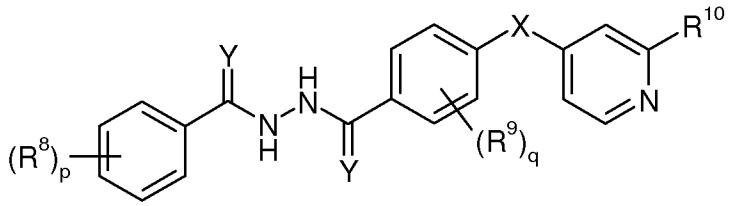
IIa

~~IId~~



IIb

~~IIf~~



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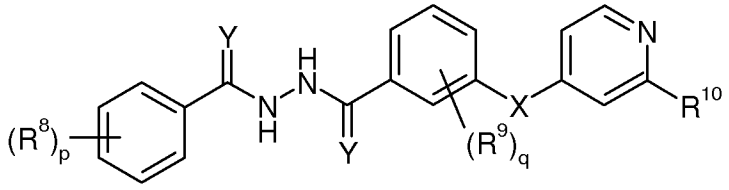
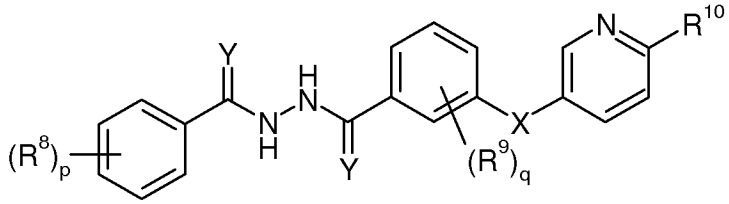


IId



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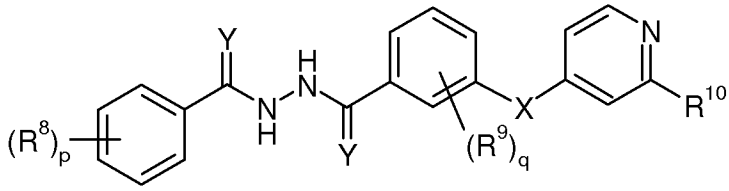

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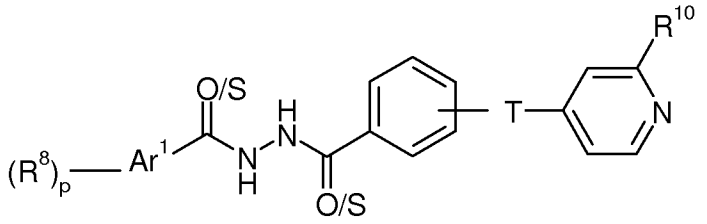

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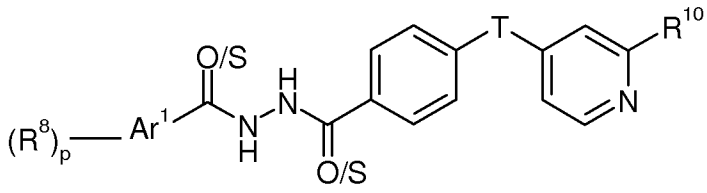

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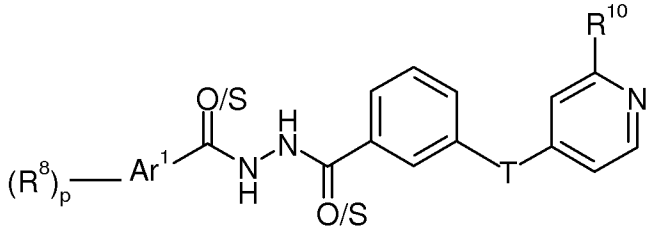

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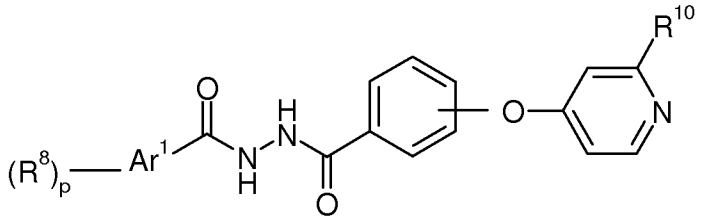

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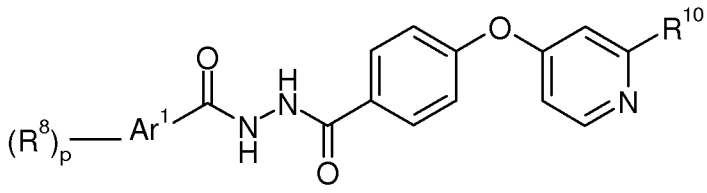

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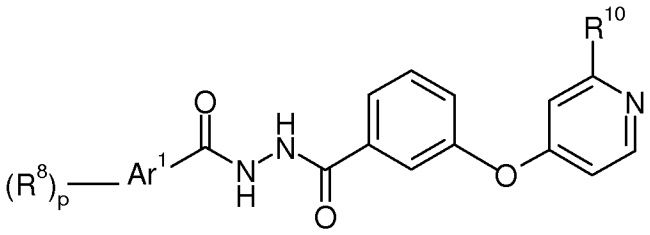

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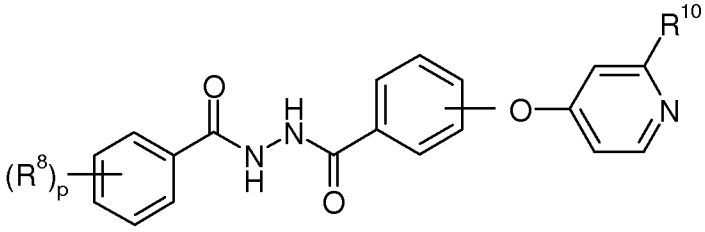

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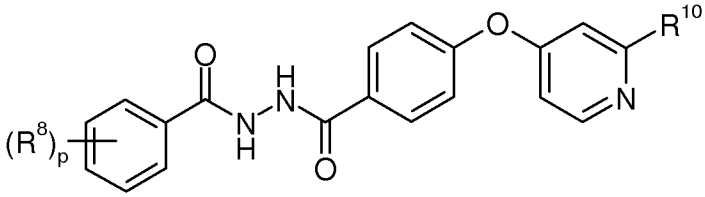

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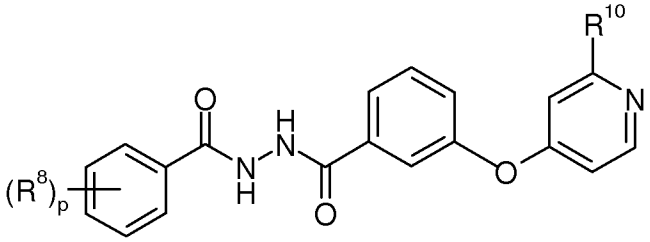

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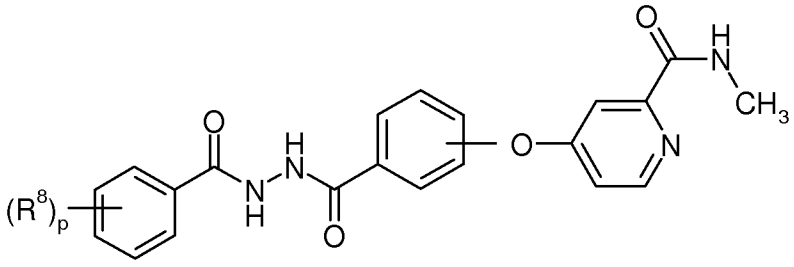

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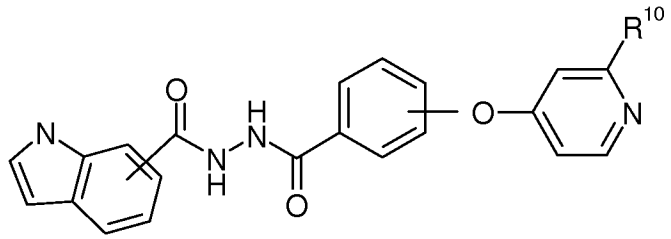

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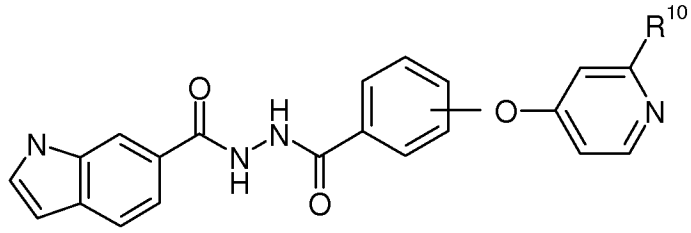

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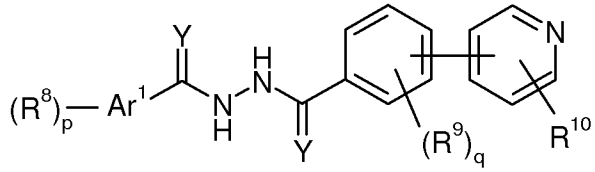

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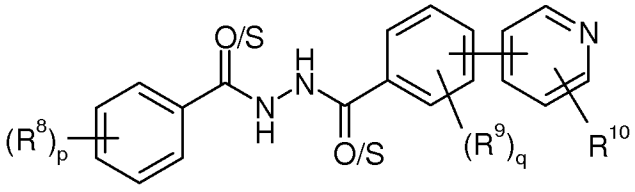

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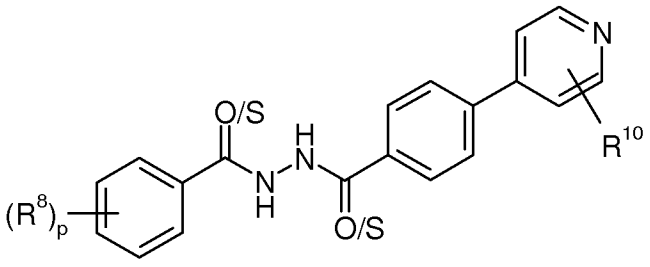

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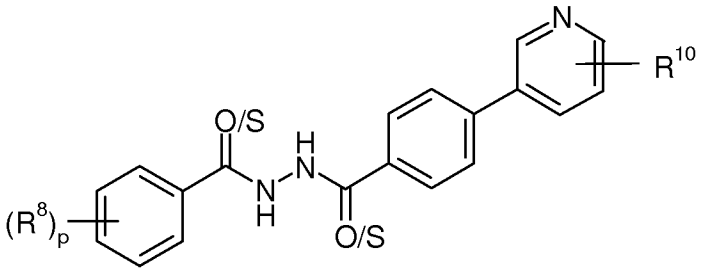
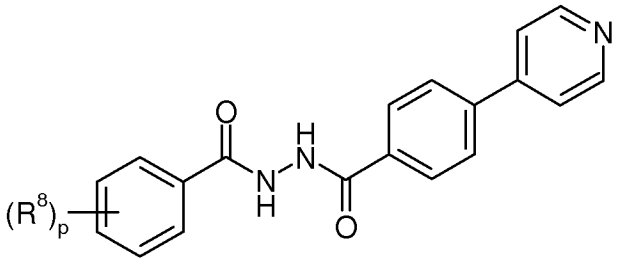
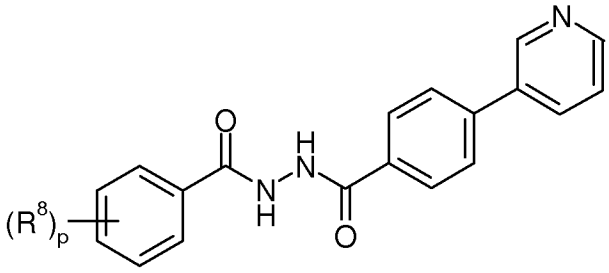


IIv



IIw



IIx

~~wherein R^6, R^7, R^8, p, Ar^1, Y, X, R^9 and q are as defined in claim 3, R^{10} is H or as defined in claim 3;~~ and the pharmaceutically acceptable derivatives, salts and solvates thereof.

5. (Currently Amended): A diacylhydrazine compound ~~Diacylhydrazine selected from the compounds of formula II as defined in~~ according to claim 3, wherein

E, G, M, U and Q are each carbon atoms,

X is O or a bond,

Y is O,

Ar^1 is phenyl or indolyl,

Ar^2 is pyridinyl,

R^8 is H, methyl, ethyl, n-propyl, isopropyl, n-butyl, 2-butyl, tert.-butyl, methoxy, ethoxy, n-propoxy, isopropoxy, n-butoxy, 2-butoxy, tert.-butoxy, Hal, $CHal_3$ or $OCHal_3$,

R^{10} is H or $CONCH_3$,

p is 0, 1, 2 or 3,

q is 0, and

r is 1

~~and the pharmaceutically acceptable derivatives, salts and solvates thereof~~.

6. (Currently Amended): A diacylhydrazine compound ~~Diacylhydrazine derivative~~ according to claim 5, wherein X is O and R^{10} is $CONCH_3$ ~~and the pharmaceutically acceptable derivatives, salts and solvates thereof~~.

7. (Currently Amended): A diacylhydrazine compound ~~Diacylhydrazine derivative~~ according to claim 5, wherein X is a bond and R^{10} is H ~~and the pharmaceutically acceptable derivatives, salts and solvates thereof~~.

8. (Currently Amended): A diacylhydrazine compound ~~Diacylhydrazine derivative selected from the compounds of formula II as defined in~~ according to claim 3, wherein E, G, M, U and Q are each carbon atoms, X is O, S or NR^{15}, and Y is O ~~and the pharmaceutically acceptable derivatives, salts and solvates thereof~~.

9. (Currently Amended): A diacylhydrazine compound ~~Diacylhydrazine derivative~~ according to claim 1, selected from the compounds (1) to (224) of table 1 and ~~the~~ compounds (225) to (384) of table 2, and ~~the~~ pharmaceutically acceptable derivatives, salts and solvates thereof.

10. (Currently Amended): A medicament comprising a diacylhydrazine compound ~~Diacylhydrazine derivative~~ according to claim 1 ~~as a medicament~~.

11. (Currently Amended): A method of treating a patient suffering from a disease mediated by the raf kinase pathway, comprising administering to said patient an effective amount of a kinase inhibitor, wherein said kinase inhibitor is a compound ~~Diacylhydrazine derivative~~ according to claim 1 ~~as a kinase inhibitor~~.

12. (Currently Amended): A method according to claim 11, wherein said kinase inhibitor is a raf-kinase inhibitor ~~Diacylhydrazine derivative according to claim 11, characterized in that the kinases are selected from raf-kinases~~.

13. (Currently Amended): A pharmaceutical ~~Pharmaceutical~~ composition comprising ~~, characterised in that it contains~~ one or more compounds according to claim 1 and one or more additional compounds.

14. (Currently Amended): A pharmaceutical ~~Pharmaceutical~~ composition according to claim 13, ~~characterised in that it contains~~ wherein said one or more additional compounds [[,]] are selected from ~~the group consisting of~~ physiologically acceptable excipients, auxiliaries, adjuvants, carriers and pharmaceutical active ingredients.

15. (Withdrawn; Currently Amended): A process ~~Process~~ for the manufacture of a pharmaceutical composition, comprising processing by mechanical means ~~characterised in that~~ one or more compounds according to claim 1 and one or more compounds [[,]] selected from ~~the group consisting of~~ carriers, excipients, auxiliaries and pharmaceutical active ingredients, other than the compounds according to claim 1, ~~is processed by mechanical~~

~~means~~ into a pharmaceutical composition that is suitable as dosage form ~~dosageform~~ for application and/or administration to a patient.

16. (Cancelled):

17. (Cancelled):

18. (Cancelled):

19. (Currently Amended): A method for the treatment or prophylaxis of a disorder ~~Use according to claim 17, characterised in that the disorders are~~ caused, mediated and/or propagated by raf-kinases, said method comprising administering to a patient in need thereof an effective amount of a compound according to claim 1.

20. (Currently Amended): A method ~~Use~~ according to claim 19 ~~17~~, ~~characterised in that the disorders are~~ wherein said disorder is selected from ~~the group consisting of~~ hyperproliferative and nonhyperproliferative disorders.

21. (Currently Amended): A method ~~Use~~ according to claim 19 ~~17~~, ~~characterised in that the~~ wherein said disorder is cancer.

22. (Currently Amended): A method ~~Use~~ according to claim 19 ~~17~~, wherein said ~~characterised in that the~~ disorder is noncancerous.

23. (Currently Amended): A method ~~Use~~ according to claim 22, wherein said disorder is ~~characterised in that the disorders are~~ selected from ~~the group consisting of~~ psoriasis ~~psioarsis~~, arthritis, inflammation, endometriosis, scarring, Helicobacter pylori infection, Influenza A, benign ~~begnin~~ prostatic hyperplasia, immunological diseases, autoimmune diseases, and immunodeficiency diseases.

24. (Currently Amended): A method ~~Use~~ according to claim 19 ~~17~~, wherein said disorder is ~~characterised in that the disorders are~~ selected from ~~the group consisting of~~ melanoma, brain cancer, lung cancer, squamous cell cancer, bladder cancer, gastric cancer, pancreatic cancer, hepatic cancer, renal cancer, colorectal cancer, breast cancer, head cancer, neck cancer, oesophageal cancer, gynaecological cancer, ovarian cancer ~~cancar~~, ovary cancer, uterine cancer, prostate cancer, thyroid cancer, lymphoma, chronic leukemia, ~~leukaemia~~ and acute leukemia ~~leukaemia~~.

25. (Currently Amended): A method ~~Use~~ according to claim 19 ~~17~~, wherein said disorder is ~~characterised in that the disorders are~~ selected from ~~the group consisting of~~ arthritis, restenosis, [[;]] fibrotic disorders, [[;]] mesangial cell proliferative disorders, diabetic nephropathy, malignant nephrosclerosis, thrombotic microangiopathy syndromes, organ transplant rejection, glomerulopathies, metabolic disorders, inflammation, solid tumors, rheumatic arthritis, diabetic retinopathy, and neurodegenerative diseases.

26. (Currently Amended): A method ~~Use~~ according to claim 19 ~~17~~, wherein said disorder is ~~characterised in that the disorders are~~ selected from ~~the group consisting of~~ rheumatoid arthritis, inflammation, autoimmune disease, chronic obstructive pulmonary disease, asthma, inflammatory bowel disease, fibrosis, atherosclerosis, restenosis, vascular disease, cardiovascular disease, inflammation, renal disease, and angiogenesis disorders.

27. (Currently Amended): A method ~~Use of a compound~~ according to claim 19 ~~1~~, wherein said compound is ~~as~~ a raf-kinase inhibitor.

28. (Currently Amended): A method ~~Use~~ according to claim 27, wherein ~~characterised in that~~ the raf-kinase is selected from ~~the group consisting of~~ A-Raf, B-Raf and c-Raf1.

29. (Cancelled):

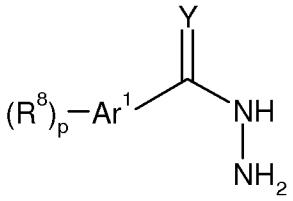
30. (Withdrawn; Currently Amended): A method ~~Method~~ according to claim ~~29, characterised in that~~ 19, wherein the one or more compounds are administered as a pharmaceutical composition.

31. (Withdrawn; Currently Amended): A method according to claim 19, wherein the disorder ~~Method for the treatment and/or prophylaxis of disorders according to claim 30, characterised in that the disorders~~ is cancerous cell growth mediated by raf kinase.

32. (Cancelled):

33. (Withdrawn; Currently Amended): A method for preparing a compound according to claim 2, said process comprising: ~~Method for producing compounds of formula II, characterised in that~~

a) reacting a compound of formula III

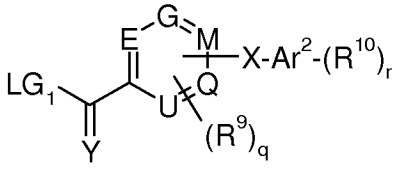


III

~~wherein Y, R^8, p and Ar^1 are as defined in claim 3,~~

~~is reacted~~

b) with a compound of IV,



IV

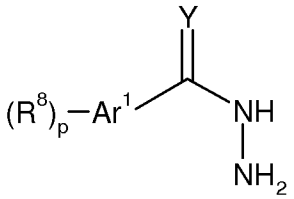
wherein

LG_1 is a leaving group, ~~preferably a leaving group selected from OR^{25}, wherein R^{25} is selected from the group consisting of unsubstituted or substituted aromatic residues, unsubstituted or substituted heteroaromatic residues and $(O)_2S\text{-}R^{26}$, wherein R^{26} is selected from unsubstituted or substituted aromatic residues and unsubstituted or substituted alkyl residues, and wherein E, G, M, Q, U, R^9, q, X, Ar^2, R^{10} and r are as defined in claim 3,~~

and optionally

c) isolating and/or treating the compound of formula II obtained by said reaction with an acid, to obtain the salt thereof.

34. (Currently Amended): <u>A compound according to</u> ~~Compound of~~ formula III,



III

wherein ~~Y, R^8, p and Ar^1 are as defined in claim 3.~~

<u>Ar^1 is selected from aromatic hydrocarbons containing 6 to 14 carbon atoms and ethylenical unsaturated or aromatic heterocyclic residues containing 3 to 10 carbon atoms and one, two, or three hetero atoms, independently selected from N, O and S,</u>

<u>R^8 is H, A, OA, cycloalkyl comprising 3 to 7 carbon atoms, Hal, CH_2Hal, $CH(Hal)_2$, $C(Hal)_3$, NO_2, $(CH_2)_nCN$, $(CH_2)_nNR^{11}R^{12}$, $(CH_2)_nO(CH_2)_kNR^{11}R^{12}$, $(CH_2)_nNR^{11}(CH_2)_kNR^{11}R^{12}$, $(CH_2)_nO(CH_2)_kOR^{11}$, $(CH_2)_nNR^{11}(CH_2)_kOR^{12}$, $(CH_2)_nCOOR^{13}$, $(CH_2)_nCOR^{13}$, $(CH_2)_nCONR^{11}R^{12}$, $(CH_2)_nNR^{11}COR^{13}$,</u>

$(CH_2)_nNR^8CONR^{11}R^{12}$, $(CH_2)_nNR^{11}SO_2A$, $(CH_2)_nSO_2NR^{11}R^{12}$, $(CH_2)_nS(O)_uR^{13}$, $(CH_2)_nOC(O)R^{13}$, $(CH_2)_nCOR^{13}$, $(CH_2)_nSR^{11}$, CH=N-OA, CH_2CH=N-OA, $(CH_2)_nNHOA$, $(CH_2)_nCH$=N-R^{11}, $(CH_2)_nOC(O)NR^{11}R^{12}$, $(CH_2)_nNR^{11}COOR^{13}$, $(CH_2)_nN(R^{11})CH_2CH_2OR^{13}$, $(CH_2)_nN(R^{11})CH_2CH_2OCF_3$, $(CH_2)_nN(R^{11})C(R^{13})HCOOR^{12}$, $(CH_2)_nN(R^{11})C(R^{13})HCOR^{11}$, $(CH_2)_nN(R^{11})CH_2CH_2N(R^{12})CH_2COOR^{11}$, $(CH_2)_nN(R^{11})CH_2CH_2NR^{11}R^{12}$, $CH=CHCOOR^{13}$, $CH=CHCH_2NR^{11}R^{12}$, $CH=CHCH_2NR^{11}R^{12}$, $CH=CHCH_2OR^{13}$, $(CH_2)_nN(COOR^{13})COOR^{14}$, $(CH_2)_nN(CONH_2)COOR^{13}$, $(CH_2)_nN(CONH_2)CONH_2$, $(CH_2)_nN(CH_2COOR^{13})COOR^{14}$, $(CH_2)_nN(CH_2CONH_2)COOR^{13}$, $(CH_2)_nN(CH_2CONH_2)CONH_2$, $(CH_2)_nCHR^{13}COR^{14}$, $(CH_2)_nCHR^{13}COOR^{14}$, $(CH_2)_nCHR^{13}CH_2OR^{14}$, $(CH_2)_nOCN$ and $(CH_2)_nNCO$,

R^{11}, R^{12} are each independently selected from H, A, $(CH_2)_mAr^3$ and $(CH_2)_mHet$, or in $NR^{11}R^{12}$, R^{11} and R^{12} form, together with the N-atom they are bound to, a 5-, 6- or 7- membered heterocyclyl which optionally contains 1 or 2 additional hetero atoms, selected from N, O and S,

R^{13}, R^{14} are each independently selected from H, Hal, A, $(CH_2)_mAr^4$ and $(CH_2)_mHet$,

A is selected from alkyl, alkenyl, cycloalkyl, alkylenecycloalkyl, alkoxy, alkoxyalkyl and saturated heterocyclyl,

Ar^3, Ar^4 are each independently from one another aromatic hydrocarbon residues comprising 5 to 12 carbon atoms which are optionally substituted by one or more substituents, selected from A, Hal, NO_2, CN, OR^{15}, $NR^{15}R^{16}$, $COOR^{15}$, $CONR^{15}R^{16}$, $NR^{15}COR^{16}$, NR^{15} $CONR^{15}R^{16}$, $NR^{16}SO_2A$, COR^{15}, $SO_2R^{15}R^{16}$, $S(O)_uA$ and $OOCR^{15}$,

Het is a saturated, unsaturated or aromatic heterocyclic residue which is optionally substituted by one or more substituents, selected from A, Hal, NO_2, CN, OR^{15},

$NR^{15}R^{16}$, $COOR^{15}$, $CONR^{15}R^{16}$, $NR^{15}COR^{16}$, $NR^{15}CONR^{15}R^{16}$, $NR^{16}SO_2A$, COR^{15}, $SO_2R^{15}R^{16}$, $S(O)_uA$ and $OOCR^{15}$,

R^{15}, R^{16} are independently selected from H, A, and $(CH_2)_mAr^6$,

Ar^6 is a 5- or 6-membered aromatic hydrocarbon which is optionally substituted by one or more substituents selected from methyl, ethyl, propyl, 2-propyl, tert.-butyl, Hal, CN, OH, NH_2 and CF_3,

k, n and m are independently of one another 0, 1, 2, 3, 4, or 5;

Y is selected from O/S, NR^{21}, $C(R^{22})$-NO_2, $C(R^{22})$-CN and $C(CN)_2$, ~~wherein~~

O/S is O or S,

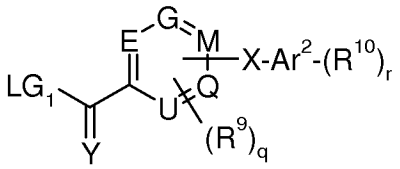
R^{21} is independently selected from H, Hal, A, $(CH_2)_mAr^4$ and $(CH_2)_mHet$,

R^{22} is independently selected from H, A, $(CH_2)_mAr^3$ and $(CH_2)_mHet$,

u is 0, 1, 2 or 3, and

Hal is independently selected from F, Cl, Br and I.

35. (Currently Amended): A compound according to ~~Compound of~~ formula IV,



IV

wherein

LG_1 is a leaving group~~, preferably a leaving group~~ selected from OR^{25}, ~~wherein~~

R^{25} is selected from ~~the group consisting of~~ unsubstituted or substituted aromatic residues, unsubstituted or substituted heteroaromatic residues and $(O)_2S\text{-}R^{26}$, ~~wherein~~

R^{26} is selected from unsubstituted or substituted aromatic residues and unsubstituted or substituted alkyl residues, ~~and wherein E, G, M, Q, U, R^9, q, X, Ar^2, R^{10} and r are as defined in claim 3.~~

Ar^2 is selected from aromatic hydrocarbons containing 6 to 14 carbon atoms and ethylenical unsaturated or aromatic heterocyclic residues containing 3 to 10 carbon atoms and one, two, or three hetero atoms, independently selected from N, O and S,

E, G, M, Q and U are each independently selected from carbon atoms and nitrogen atoms, with the proviso that one or more of E, G, M, Q and U are carbon atoms and that X is bonded to a carbon atom,

R^9 and $R^{10}$are each independently selected from H, A, OA, cycloalkyl comprising 3 to 7 carbon atoms, Hal, CH_2Hal, $CH(Hal)_2$, $C(Hal)_3$, NO_2, $(CH_2)_nCN$, $(CH_2)_nNR^{11}R^{12}$, $(CH_2)_nO(CH_2)_kNR^{11}R^{12}$, $(CH_2)_nNR^{11}(CH_2)_kNR^{11}R^{12}$, $(CH_2)_nO(CH_2)_kOR^{11}$, $(CH_2)_nNR^{11}(CH_2)_kOR^{12}$, $(CH_2)_nCOOR^{13}$, $(CH_2)_nCOR^{13}$, $(CH_2)_nCONR^{11}R^{12}$, $(CH_2)_nNR^{11}COR^{13}$, $(CH_2)_nNR^8CONR^{11}R^{12}$, $(CH_2)_nNR^{11}SO_2A$, $(CH_2)_nSO_2NR^{11}R^{12}$, $(CH_2)_nS(O)_uR^{13}$, $(CH_2)_nOC(O)R^{13}$, $(CH_2)_nCOR^{13}$, $(CH_2)_nSR^{11}$, CH=N-OA, CH_2CH=N-OA, $(CH_2)_nNHOA$, $(CH_2)_nCH$=N-R^{11}, $(CH_2)_nOC(O)NR^{11}R^{12}$, $(CH_2)_nNR^{11}COOR^{13}$, $(CH_2)_nN(R^{11})CH_2CH_2OR^{13}$, $(CH_2)_nN(R^{11})CH_2CH_2OCF_3$, $(CH_2)_nN(R^{11})C(R^{13})HCOOR^{12}$, $(CH_2)_nN(R^{11})C(R^{13})HCOR^{11}$, $(CH_2)_nN(R^{11})CH_2CH_2N(R^{12})CH_2COOR^{11}$, $(CH_2)_nN(R^{11})CH_2CH_2NR^{11}R^{12}$, $CH=CHCOOR^{13}$, $CH=CHCH_2NR^{11}R^{12}$, $CH=CHCH_2NR^{11}R^{12}$, $CH=CHCH_2OR^{13}$, $(CH_2)_nN(COOR^{13})COOR^{14}$, $(CH_2)_nN(CONH_2)COOR^{13}$, $(CH_2)_nN(CONH_2)CONH_2$, $(CH_2)_nN(CH_2COOR^{13})COOR^{14}$,

$(CH_2)_nN(CH_2CONH_2)COOR^{13}$, $(CH_2)_nN(CH_2CONH_2)CONH_2$, $(CH_2)_nCHR^{13}COR^{14}$, $(CH_2)_nCHR^{13}COOR^{14}$, $(CH_2)_nCHR^{13}CH_2OR^{14}$, $(CH_2)_nOCN$ and $(CH_2)_nNCO$,

R^{11}, R^{12} are each independently selected from H, A, $(CH_2)_mAr^3$ and $(CH_2)_mHet$, or in $NR^{11}R^{12}$, R^{11} and R^{12} form, together with the N-atom they are bound to, a 5-, 6- or 7- membered heterocyclyl which optionally contains 1 or 2 additional hetero atoms, selected from N, O and S,

R^{13}, R^{14} are each independently selected from H, Hal, A, $(CH_2)_mAr^4$ and $(CH_2)_mHet$,

A is selected from alkyl, alkenyl, cycloalkyl, alkylenecycloalkyl, alkoxy, alkoxyalkyl and saturated heterocyclyl,

Ar^3, Ar^4 are each independently from one another aromatic hydrocarbon residues comprising 5 to 12 carbon atoms which are optionally substituted by one or more substituents, selected from A, Hal, NO_2, CN, OR^{15}, $NR^{15}R^{16}$, $COOR^{15}$, $CONR^{15}R^{16}$, $NR^{15}COR^{16}$, NR^{15} $CONR^{15}R^{16}$, $NR^{16}SO_2A$, COR^{15}, $SO_2R^{15}R^{16}$, $S(O)_uA$ and $OOCR^{15}$,

Het is a saturated, unsaturated or aromatic heterocyclic residue which is optionally substituted by one or more substituents, selected from A, Hal, NO_2, CN, OR^{15}, $NR^{15}R^{16}$, $COOR^{15}$, $CONR^{15}R^{16}$, $NR^{15}COR^{16}$, $NR^{15}CONR^{15}R^{16}$, $NR^{16}SO_2A$, COR^{15}, $SO_2R^{15}R^{16}$, $S(O)_uA$ and $OOCR^{15}$,

R^{15}, R^{16} are independently selected from H, A, and $(CH_2)_mAr^6$,

Ar^6 is a 5- or 6-membered aromatic hydrocarbon which is optionally substituted by one or more substituents selected from methyl, ethyl, propyl, 2-propyl, tert.-butyl, Hal, CN, OH, NH_2 and CF_3,

k, n and m are independently of one another 0, 1, 2, 3, 4, or 5;

X represents a bond or is $(CR^{11}R^{12})_h$, or $(CHR^{11})_h$-Q-$(CHR^{12})_i$,

Q is selected from T, $CH^{15}H^{16}$, $(CHal_2)_j$, $(O\text{-}CHR^{18})_j$, $(CHR^{18}\text{-}O)_j$, $CR^{18}=CR^{19}$, $(O\text{-}CHR^{18}CHR^{19})_j$, $CHR^{18}CHR^{19}\text{-}O)_j$, C=O, C=S, $C=NR^{15}$, $CH(OR^{15})$, $C(OR^{15})(OR^{20})$, C(=O)O, OC(=O), OC(=O)O, $C(=)N(R^{15})$, $N(R^{15})C(=O)$, $OC(=O)N(R^{15})$, $N(R^{15})C(=O)O$, CH=N-O, $CH=N\text{-}NR^{15}$, $OC(O)NR^{15}$, $NR^{15}C(O)O$, S=O, SO_2, SO_2NR^{15} and $NR^{15}SO_2$,

T is selected from O, S, $N\text{-}R^{15}$,

h, i are independently from each other 0, 1, 2, 3, 4, 5 or 6,

j is 1, 2, 3, 4, 5 or 6,

Y is selected from O/S, NR^{21}, $C(R^{22})\text{-}NO_2$, $C(R^{22})$-CN and $C(CN)_2$,

O/S is O or S,

R^{21} is independently selected from H, Hal, A, $(CH_2)_mAr^4$ and $(CH_2)_m$Het,

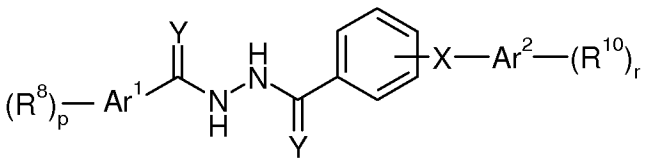
R^{22} is independently selected from H, A, $(CH_2)_mAr^3$ and $(CH_2)_m$Het,

q is 0, 1, 2, 3 or 4,

u is 0, 1, 2 or 3, and

Hal is independently selected from F, Cl, Br and I.

36. (New): A compound according to claim 3, wherein said compound is of the Formula II':



(II').

37. (New): A compound according to claim 3, wherein

Ar^1 is phenyl, pyridinyl, pyrimidyl, chinolinyl, isochinolinyl, thiophenyl, thiadiazolyl, indolyl, benzothiadiazolyl, benzotriazolyl, benzodioxolyl, oxazolyl, isoxazolyl, pyrazolyl or imidazolyl,

Ar^2 is phenyl, pyridinyl, pyrrazolyl, pyrimidyl, chinolinyl, isochinolinyl, thiophenyl, thiadiazolyl, benzothiadiazolyl, oxazolyl, isoxazolyl, pyrazolyl and imidazolyl, and

Ar^3 to Ar^6 are each, independently from one another, phenyl, naphthyl or biphenyl, which in each case in unsubstituted or substituted by one or more substituents, selected from A, Hal, NO_2, CN, OR^{15}, $NR^{15}R^{16}$, $COOR^{15}$, $CONR^{15}R^{16}$, $NR^{15}COR^{16}$, $NR^{15}CONR^{15}R^{16}$, $NR^{16}SO_2A$, COR^{15}, $SO_2R^{15}R^{16}$, $S(O)_uA$ and $OOCR^{15}$.

38. (New): A compound according to claim 3, wherein Het is 1-piperidyl, 1-piperazyl, 1-(4-methyl)-piperazyl, 4-methylpiperazin-1-yl amine, 4-morpholinyl, 1-pyrrolidinyl, 2-pyrrolidinyl, 3-pyrrolidinyl, 1-pyrazolidinyl 1-(2-methyl)-pyrazolidinyl, 1-imidazolidinyl or 1-(3-methyl)-imidazolidinyl, thiophen-2-yl, thiophen-3-yl, 2-pyridyl, 3-pyridyl, 4-pyridyl, 2-oxazolyl, 4-oxazolyl, 5-oxazolyl, 2-thiazolyl, 4-thiazolyl, 5-thiazolyl, chinolinyl, isochinolinyl, 2-pyridazyl, 4-pyridazyl, 2-pyrimidyl, 4-pyrimidyl, 5-pyrimidyl, 2-pyrazinyl, or 3-pyrazinyl, which in each case is unsubstituted or substituted by A, CN and Hal.

39. (New): A compound according to claim 3, wherein

E, G, M, Q, U are carbon atoms,

R^9 is H,

Ar^2 is phenyl, pyridinyl or pyrrolyl,

R^{10} is H or $CONCH_3$,

r is 1, and

X is O or a bond.

40. (New): A compound according to claim 3, wherein

Ar^1 is phenyl,

R^8 is H, methyl, ethyl, n-propyl, isopropyl, n-butyl, 2-butyl, tert.-butyl, methoxy, ethoxy, n-propoxy, isopropoxy, n-butoxy, 2-butoxy, tert.-butoxy, Hal, $CHal_3$ or $OCHal_3$,

p is 1 or 2,

E, G, M, Q, U are carbon atoms,

R^9 is H,

Ar^2 is phenyl, pyridinyl or pyrrolyl,

R^{10} is H or $CONCH_3$,

r is 1, and

X is O or a bond.

41. (New): A compound according to claim 3, wherein

Ar^1 is phenyl,

R^8 is H, methyl, ethyl, n-propyl, isopropyl, n-butyl, 2-butyl, tert.-butyl, methoxy, ethoxy, n-propoxy, isopropoxy, n-butoxy, 2-butoxy, tert.-butoxy, Hal, $CHal_3$ or $OCHal_3$,

p is 1 or 2,

E, G, M, Q, U are carbon atoms,

R^9 is H,

Ar^2 is phenyl, pyridinyl or pyrrolyl,

R^{10} is H or $CONCH_3$,

r is 1, and

X is O.

42. (New): A compound according to claim 3, wherein

Ar^1 is phenyl,

R^8 is H, methyl, ethyl, n-propyl, isopropyl, n-butyl, 2-butyl, tert.-butyl, methoxy,

ethoxy, n-propoxy, isopropoxy, n-butoxy, 2-butoxy, tert.-butoxy, Hal, $CHal_3$ or $OCHal_3$,

p is 1 or 2,

E, G, M, Q, U are carbon atoms,

R^9 is H,

Ar^2 is phenyl or pyridinyl,

R^{10} is H or $CONCH_3$, where when Ar^2 is pyridinyl, R^{10} is bonded in a vicinal position to the nitrogen atom of the pyrindiyl residue,

r is 1, and

X is O.

43. (New): A compound according to claim 39, wherein Y is O.

44. (New): A compound according to claim 40, wherein Y is O.

45. (New): A compound according to claim 41, wherein Y is O.

46. (New): A compound according to claim 42, wherein Y is O.

47. (New): A compound according to claim 3, wherein $(R^8)_p$-Ar^1 is 3-acetyl-phenyl, 4-acetyl-phenyl, 2-bromo-phenyl, 3-bromo-phenyl, 4-bromo-phenyl, 4-bromo-2-chloro-phenyl, 4-bromo-3-methyl-phenyl, 4-bromo-3-trifluoromethyl-phenyl, 2-chloro-phenyl, 2-chloro-4-trifluoromethyl-phenyl, 2-chloro-5-trifluoromethyl-phenyl, 3-chloro-phenyl, 3-chloro-4-methyl-phenyl, 3-chloro-4-methoxy-phenyl, 3-chloro-4-methoxy-phenyl, 4-chloro-phenyl, 4-chloro-2-trifluoromethyl-phenyl, 4-chloro-3-trifluoromethyl-phenyl, 4-chloro-2-methyl-phenyl, 5-chloro-2-methyl-phenyl, 5-chloro-2-methoxy-phenyl, 2,3-dichloro-phenyl, 2,4-dichloro-phenyl, 2,5-dichloro-phenyl, 3,4-dichloro-phenyl, 3,5-dichloro-phenyl, 2,4,5-trichloro-phenyl, 4-fluoro-phenyl, 4-fluoro-3-trifluoromethyl-phenyl, 4-ethoxy-phenyl, 2-methoxy-phenyl, 2-methoxy-5-trifluoromethyl-phenyl, 4-methoxy-phenyl, 2,5-dimethoxy-phenyl, 2-trifluoromethyl-phenyl, 3-trifluoromethyl-phenyl, 3-trifluoromethoxy-phenyl, 4-trifluoromethyl-phenyl, 4-trifluoromethoxy-phenyl, 3,5-bis-trifluoromethyl-phenyl, 3-methoxy-phenyl, 3-methylsulfanyl-phenyl, 4-methylsulfanyl-phenyl, o-tolyl (2-methyl-phenyl), m-tolyl (3-methyl-phenyl), p-tolyl (4-methyl-phenyl), 2,3-dimethyl-phenyl, 2,3-di-

methyl-phenyl, 2,5-dimethyl-phenyl, 3,4-dimethyl-phenyl, 3,5-dimethyl-phenyl, 2-ethyl-phenyl, 3-ethyl-phenyl, 4-ethyl-phenyl, 4-isopropyl-phenyl, 4-n-butyl-phenyl, 4-tert-butyl-phenyl, 4-n-butoxy-phenyl, or 4-tert.-butoxy-phenyl.